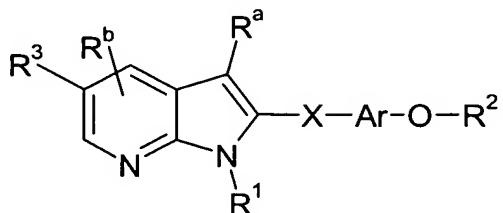


**Amendments to the Claims:**

This listing of claims will replace all prior versions, and listings, of claims in the application:

**Listing of Claims:**

1. (original) A compound of formula I or a pharmaceutically acceptable salt thereof:



**I**

wherein

R<sup>1</sup> is a C<sub>1-12</sub> group;

X is a C<sub>1-10</sub> divalent group that separates groups connected thereto by one or two saturated carbons;

Ar is C<sub>4-12</sub> divalent aromatic group;

R<sup>2</sup> is optionally substituted C<sub>1-6</sub>hydrocarbyl, optionally substituted C<sub>6-10</sub>aryl, or optionally substituted C<sub>3-6</sub>heteroaryl;

R<sup>3</sup> is a C<sub>1-12</sub> group, wherein the atom of R<sup>3</sup> that is directly connected to the six-membered ring of formula I is a nitrogen, or an unsaturated carbon, wherein the unsaturated carbon is connected to an oxygen through a double bond; and

R<sup>a</sup> and R<sup>b</sup> are -R, -NO<sub>2</sub>, -OR, -Cl, -Br, -I, -F, -CF<sub>3</sub>, -C(=O)R, -C(=O)OH, -NH<sub>2</sub>, -SH, -NHR, -NR<sub>2</sub>, -SR, -SO<sub>3</sub>H, -SO<sub>2</sub>R, -S(=O)R, -CN, -OH, -C(=O)OR, or -NRC(=O)R, wherein R is independently -H or C<sub>1-6</sub> hydrocarbyl.

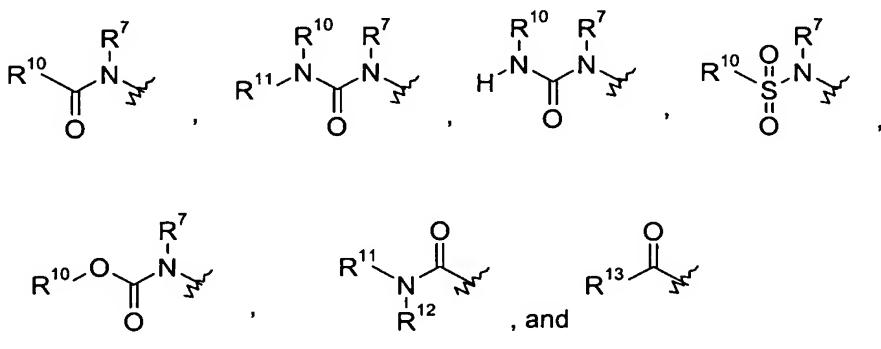
2. (original) A compound as claimed in claim 1, wherein

R<sup>1</sup> is optionally substituted C<sub>1-10</sub> hydrocarbyl; optionally substituted C<sub>1-10</sub>acyl; optionally substituted C<sub>4-8</sub>heteroaryl-C(=O)-; R<sup>4</sup>R<sup>5</sup>N-C<sub>1-6</sub>alkyl; R<sup>4</sup>R<sup>5</sup>NC(=O)-C<sub>1-6</sub>alkyl; R<sup>4</sup>O-C<sub>1-6</sub> alkyl; R<sup>4</sup>OC(=O)-C<sub>1-6</sub>alkyl; R<sup>4</sup>C(=O)-C<sub>1-6</sub>alkyl; R<sup>4</sup>C(=O)NR<sup>4</sup>-C<sub>1-6</sub>alkyl; R<sup>4</sup>R<sup>5</sup>NSO<sub>2</sub>-C<sub>1-6</sub>alkyl; R<sup>4</sup>CSO<sub>2</sub>N(R<sup>5</sup>)-C<sub>1-6</sub>alkyl; R<sup>4</sup>R<sup>5</sup>NC(=O)N(R<sup>6</sup>)-C<sub>1-6</sub>alkyl; R<sup>4</sup>R<sup>5</sup>NSO<sub>2</sub>N(R<sup>6</sup>)-C<sub>1-6</sub>alkyl; optionally substituted aryl-C<sub>1-6</sub>alkyl; optionally

substituted aryl-C(=O)-C<sub>1-6</sub>alkyl; optionally substituted heterocyclyl-C<sub>1-6</sub>alkyl; optionally substituted heterocyclyl-C(=O)-C<sub>1-6</sub>alkyl; and C<sub>1-10</sub>hydrocarbylamino;

wherein R<sup>4</sup>, R<sup>5</sup> and R<sup>6</sup> are independently selected from -H, C<sub>1-6</sub>alkyl, C<sub>2-6</sub>alkenyl, C<sub>2-6</sub>alkynyl, or a divalent C<sub>1-6</sub>group that together with another divalent C<sub>1-6</sub>group forms a portion of a ring;

R<sup>3</sup> is selected from:



wherein

R<sup>7</sup> is selected from -H, optionally substituted C<sub>1-6</sub>alkyl, optionally substituted C<sub>2-6</sub>alkenyl, optionally substituted C<sub>2-6</sub>alkynyl, optionally substituted C<sub>3-6</sub>cycloalkyl, optionally substituted C<sub>6-10</sub> aryl, or optionally substituted C<sub>3-6</sub>heteroaryl;

R<sup>10</sup>, R<sup>11</sup>, R<sup>12</sup> and R<sup>13</sup> are independently selected from optionally substituted C<sub>1-6</sub>alkyl, optionally substituted C<sub>2-6</sub>alkenyl, optionally substituted C<sub>2-6</sub>alkynyl, optionally substituted C<sub>3-6</sub>cycloalkyl, optionally substituted C<sub>6-10</sub> aryl, or optionally substituted C<sub>3-6</sub>heteroaryl; and

R<sup>a</sup> and R<sup>b</sup> are hydrogen.

3. (original) A compound as claimed claim 1,

wherein R<sup>1</sup> is selected from C<sub>1-8</sub>alkyl; C<sub>2-8</sub>alkenyl; C<sub>2-8</sub> alkynyl; optionally substituted aryl-C<sub>1-6</sub>alkyl; R<sup>4</sup>R<sup>5</sup>NC<sub>1-6</sub>alkyl; R<sup>4</sup>OC<sub>1-6</sub>alkyl; C<sub>3-6</sub>cycloalkyl-C<sub>1-6</sub>alkyl; optionally substituted C<sub>3-6</sub>heterocycloalkyl-C<sub>1-6</sub>alkyl; C<sub>1-6</sub>alkylC<sub>6-8</sub>aryl; C<sub>1-6</sub>alkyl-C(=O)-; C<sub>6-8</sub>aryl-C(=O)-; C<sub>3-8</sub>heteroaryl-C(=O)-; or optionally substituted C<sub>3-6</sub>heteroaryl-C<sub>1-6</sub>alkyl;

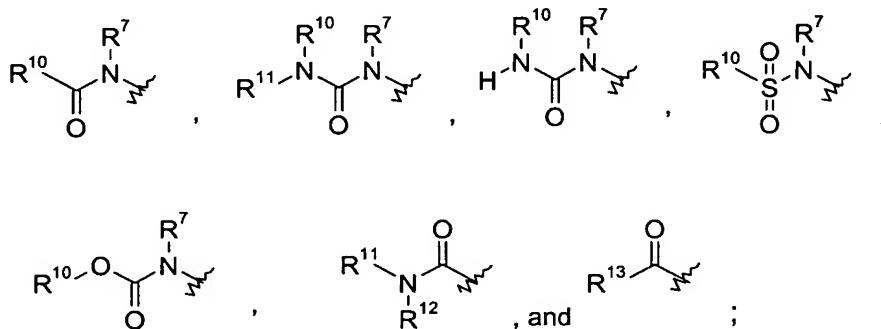
wherein R<sup>2</sup> is selected from C<sub>1-6</sub>alkyl, C<sub>1-6</sub>alkyl substituted by at least one fluorine, C<sub>2-6</sub>alkenyl, C<sub>2-6</sub>alkenyl substituted by at least one fluorine, C<sub>2-6</sub>alkynyl,

C<sub>2</sub>-alkynyl substituted by at least one fluorine, optionally substituted C<sub>3</sub>-cycloalkyl, optionally substituted C<sub>6</sub>-10aryl, and optionally substituted C<sub>3</sub>-heteroaryl;

R<sup>4</sup>, R<sup>5</sup> and R<sup>6</sup> are independently selected from the group consisting of -H, C<sub>1</sub>-6alkyl, C<sub>2</sub>-6alkenyl, C<sub>2</sub>-6alkynyl, and a divalent C<sub>1</sub>-6group that together with another divalent C<sub>1</sub>-6group forms a portion of a ring;

X is selected from the group consisting of -NR<sup>6</sup>-, -CH<sub>2</sub>-CH<sub>2</sub>-, -CH=CH-, -O-, -C(R<sup>8</sup>)(R<sup>9</sup>)-, and -S(O)<sub>q</sub>-, wherein q is 0, 1 or 2, wherein R<sup>8</sup> and R<sup>9</sup> are independently C<sub>1</sub>-6alkyl, C<sub>2</sub>-6alkenyl, C<sub>2</sub>-6alkynyl, C<sub>1</sub>-6alkoxy, -OH, or -H; at most one of R<sub>8</sub> and R<sub>9</sub> is -OH;

R<sup>3</sup> is selected from:



wherein

R<sup>7</sup> is selected from -H, optionally substituted C<sub>1</sub>-6alkyl, optionally substituted C<sub>2</sub>-6alkenyl, optionally substituted C<sub>2</sub>-6alkynyl, optionally substituted C<sub>3</sub>-cycloalkyl, optionally substituted C<sub>6</sub>-10 aryl, or optionally substituted C<sub>3</sub>-heteroaryl;

R<sup>10</sup>, R<sup>11</sup>, R<sup>12</sup> and R<sup>13</sup> are independently selected from optionally substituted C<sub>1</sub>-6alkyl, optionally substituted C<sub>2</sub>-6alkenyl, optionally substituted C<sub>2</sub>-6alkynyl, optionally substituted C<sub>3</sub>-cycloalkyl, optionally substituted C<sub>6</sub>-10 aryl, or optionally substituted C<sub>3</sub>-heteroaryl; and

R<sup>a</sup> and R<sup>b</sup> are hydrogen.

4. (original) A compound as claimed in claim 3, wherein

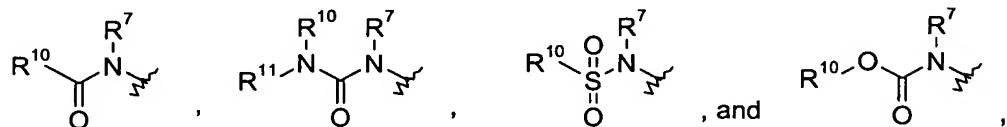
R<sup>1</sup> is selected from C<sub>1</sub>-6alkyl; C<sub>2</sub>-6alkenyl; C<sub>2</sub>-6 alkynyl; optionally substituted C<sub>3</sub>-cycloalkylmethyl; optionally substituted C<sub>3</sub>-heterocycloalkylmethyl;

X is -CH<sub>2</sub>-;

Ar is phenylene or pyridylene;

$R^2$  is selected from -CH<sub>3</sub>, -CH<sub>2</sub>CH<sub>3</sub>, -CH(CH<sub>3</sub>)<sub>2</sub>, -CH<sub>2</sub>CF<sub>3</sub>, CF<sub>3</sub>, cyclopropyl, cyclobutyl, cyclopentyl, cyclohexyl, pyridyl and phenyl; and

$R^3$  is selected from



wherein, R<sup>7</sup> is selected from -H and methyl; R<sup>10</sup> and R<sup>11</sup> are independently selected from optionally substituted C<sub>1-6</sub>alkyl, optionally substituted C<sub>2-6</sub>alkenyl, optionally substituted C<sub>2-6</sub>alkynyl, optionally substituted C<sub>3-6</sub>cycloalkyl, optionally substituted C<sub>6-10</sub>aryl, or optionally substituted C<sub>3-6</sub>heteroaryl.

5. (original) A compound as claimed in claim 3, wherein

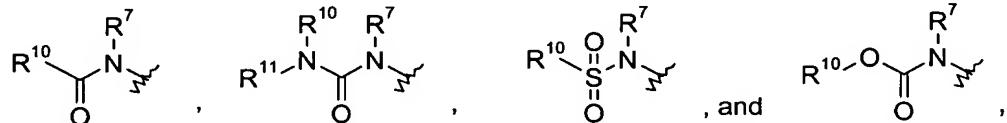
$R^1$  is selected from C<sub>1-6</sub>alkyl; C<sub>2-6</sub>alkenyl; C<sub>2-6</sub> alkynyl; optionally substituted C<sub>3-6</sub>cycloalkylmethyl; optionally substituted C<sub>3-6</sub>heterocycloalkylmethyl;

X is -CH<sub>2</sub>-;

Ar is selected from the group consisting of an optionally substituted *para*-arylene; an optionally substituted a six-membered *para*-heteroarylene;

$R^2$  is selected from -CH<sub>3</sub>, -CH<sub>2</sub>CH<sub>3</sub>, -CH(CH<sub>3</sub>)<sub>2</sub>, -CH<sub>2</sub>CF<sub>3</sub>, CF<sub>3</sub>, cyclopropyl, cyclobutyl, cyclopentyl, cyclohexyl, pyridyl and phenyl; and

$R^3$  is selected from:



wherein, R<sup>7</sup> is selected from -H and methyl; R<sup>10</sup> and R<sup>11</sup> are selected from optionally substituted C<sub>1-6</sub>alkyl, optionally substituted C<sub>2-6</sub>alkenyl, optionally substituted C<sub>2-6</sub>alkynyl, optionally substituted C<sub>3-6</sub>cycloalkyl, optionally substituted C<sub>6-10</sub>aryl, or optionally substituted C<sub>3-6</sub>heteroaryl.

6. (original) A compound as claimed in claim 3, wherein

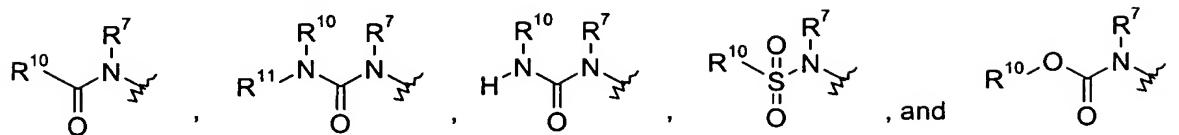
$R^1$  is selected from optionally substituted C<sub>3-6</sub>cycloalkylmethyl; and optionally substituted C<sub>3-6</sub>heterocycloalkylmethyl;

X is -CH<sub>2</sub>-;

Ar is *para*-phenylene or *para*-pyridylene;

$R^2$  is methyl, or ethyl; and

$R^3$  is selected from



wherein,  $R^7$  is selected from -H and methyl;  $R^{10}$  and  $R^{11}$  are selected from  $C_{1-6}$ alkyl,  $C_{3-6}$ cycloalkyl, phenyl optionally substituted with halogen, nitro,  $C_{1-3}$ alkyl, -COOR<sup>14</sup>, -OH, cyano, trifluormethyl,  $C_{1-3}$ alkyloxy;  $C_{3-6}$ heteroaryl optionally substituted with halogen, nitro,  $C_{1-3}$ alkyl, -COOR<sup>14</sup>, -OH, cyano, trifluormethyl,  $C_{1-3}$ alkyloxy, wherein  $R^{14}$  is a  $C_{1-3}$ alkyl.

7. (original) A compound selected from:

- 1)  $N$ -[1-(cyclohexylmethyl)-2-[(4-ethoxyphenyl)methyl]-1*H*-pyrrolo[2,3-*b*]pyridin-5-yl]-2,2-dimethyl-propanamide;
- 2)  $N$ -[1-(cyclohexylmethyl)-2-[(3-methoxyphenyl)methyl]-1*H*-pyrrolo[2,3-*b*]pyridin-5-yl]-2,2-dimethyl-propanamide;
- 3)  $N$ -[1-(cyclohexylmethyl)-2-[(4-ethoxyphenyl)methyl]-1*H*-pyrrolo[2,3-*b*]pyridin-5-yl]-*N*-methyl-*N'*-(1-methylethyl)-urea;
- 4)  $N$ -[1-(cyclohexylmethyl)-2-[(4-ethoxyphenyl)methyl]-1*H*-pyrrolo[2,3-*b*]pyridin-5-yl]-*N*,3-dimethyl-butanamide;
- 5)  $N$ -[1-(cyclohexylmethyl)-2-[(4-ethoxyphenyl)methyl]-1*H*-pyrrolo[2,3-*b*]pyridin-5-yl]-*N*,2-dimethyl-propanamide;
- 6)  $N$ -[1-(cyclohexylmethyl)-2-[(4-ethoxyphenyl)methyl]-1*H*-pyrrolo[2,3-*b*]pyridin-5-yl]-*N*-methyl-cyclopropanecarboxamide;
- 7)  $N$ -[1-(cyclohexylmethyl)-2-[(4-ethoxyphenyl)methyl]-1*H*-pyrrolo[2,3-*b*]pyridin-5-yl]-*N*,2,2-trimethyl-propanamide;
- 8)  $N$ -[1-(cyclohexylmethyl)-2-[(4-ethoxyphenyl)methyl]-1*H*-pyrrolo[2,3-*b*]pyridin-5-yl]-*N*,*N*'-diethyl-*N*-methyl-urea;
- 9)  $N$ -[1-(cyclohexylmethyl)-2-[(4-ethoxyphenyl)methyl]-1*H*-pyrrolo[2,3-*b*]pyridin-5-yl]-*N*,5-dimethyl-3-isoxazolecarboxamide;
- 10)  $N$ -[1-(cyclohexylmethyl)-2-[(4-ethoxyphenyl)methyl]-1*H*-pyrrolo[2,3-*b*]pyridin-5-yl]-2-fluoro-*N*-methyl-benzamide;

- 11) *N*-[1-(cyclohexylmethyl)-2-[(5-ethoxy-2-pyridinyl)methyl]-1*H*-pyrrolo[2,3-*b*]pyridin-5-yl]-2,2-dimethyl-propanamide;
- 12) [1-(cyclohexylmethyl)-2-[(5-ethoxy-2-pyridinyl)methyl]-1*H*-pyrrolo[2,3-*b*]pyridin-5-yl]-, 1-methylethyl ester carbamic acid;
- 13) *N*-[1-(cyclohexylmethyl)-2-[(5-ethoxy-2-pyridinyl)methyl]-1*H*-pyrrolo[2,3-*b*]pyridin-5-yl]-*N*,2,2-trimethyl-propanamide;
- 14) *N*-[1-(cyclohexylmethyl)-2-[(5-ethoxy-2-pyridinyl)methyl]-1*H*-pyrrolo[2,3-*b*]pyridin-5-yl]-*N*,3-dimethyl-butanamide;
- 15) *N*-[1-(cyclohexylmethyl)-2-[(5-ethoxy-2-pyridinyl)methyl]-1*H*-pyrrolo[2,3-*b*]pyridin-5-yl]-*N*-methyl-*N'*-(1-methylethyl)-urea;
- 16) *N*-[2-[(4-ethoxyphenyl)methyl]-1-[(tetrahydro-2*H*-pyran-4-yl)methyl]-1*H*-pyrrolo[2,3-*b*]pyridin-5-yl]-2,2-dimethyl-propanamide;
- 17) *N*-[2-[(4-ethoxyphenyl)methyl]-1-[(tetrahydro-2*H*-pyran-4-yl)methyl]-1*H*-pyrrolo[2,3-*b*]pyridin-5-yl]-2,6-difluoro-*N*-methyl-benzenesulfonamide;
- 18) *N*-[2-[(4-ethoxyphenyl)methyl]-1-[(tetrahydro-2*H*-pyran-4-yl)methyl]-1*H*-pyrrolo[2,3-*b*]pyridin-5-yl]-*N*-methyl-cyclobutanecarboxamide;
- 19) *N*-[2-[(4-ethoxyphenyl)methyl]-1-[(tetrahydro-2*H*-pyran-4-yl)methyl]-1*H*-pyrrolo[2,3-*b*]pyridin-5-yl]-2,5-difluoro-*N*-methyl-benzamide;
- 20) *N*-[2-[(4-ethoxyphenyl)methyl]-1-[(tetrahydro-2*H*-pyran-4-yl)methyl]-1*H*-pyrrolo[2,3-*b*]pyridin-5-yl]-*N*,2,2-dimethyl-propanamide;
- 21) *N*-[2-[(4-ethoxyphenyl)methyl]-1-[(tetrahydro-2*H*-pyran-4-yl)methyl]-1*H*-pyrrolo[2,3-*b*]pyridin-5-yl]-*N*,2,2-trimethyl-propanamide;
- 22) *N*-[2-[(4-ethoxyphenyl)methyl]-1-[(tetrahydro-2*H*-pyran-4-yl)methyl]-1*H*-pyrrolo[2,3-*b*]pyridin-5-yl]-*N*-methyl-*N'*-(1-methylethyl)-urea;
- 23) *N*-[2-[(4-ethoxyphenyl)methyl]-1-[(tetrahydro-2*H*-pyran-4-yl)methyl]-1*H*-pyrrolo[2,3-*b*]pyridin-5-yl]-*N*,3-dimethyl-butanamide;
- 24) *N*-[1-(cyclobutylmethyl)-2-[(4-ethoxyphenyl)methyl]-1*H*-pyrrolo[2,3-*b*]pyridin-5-yl]-2,2-dimethyl-propanamide;
- 25) [1-(cyclobutylmethyl)-2-[(4-ethoxyphenyl)methyl]-1*H*-pyrrolo[2,3-*b*]pyridin-5-yl]-, methyl ester carbamic acid;
- 26) *N*-[1-(cyclobutylmethyl)-2-[(4-ethoxyphenyl)methyl]-1*H*-pyrrolo[2,3-*b*]pyridin-5-yl]-2,6-difluoro-*N*-methyl-benzenesulfonamide;

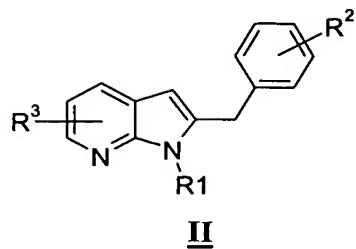
- 27) *N*-[1-(cyclobutylmethyl)-2-[(4-ethoxyphenyl)methyl]-1*H*-pyrrolo[2,3-*b*]pyridin-5-yl]-*N*-methyl-2-pyridinecarboxamide;
- 28) *N*-[1-(cyclobutylmethyl)-2-[(4-ethoxyphenyl)methyl]-1*H*-pyrrolo[2,3-*b*]pyridin-5-yl]-*N*,3-dimethyl-butanamide;
- 29) *N*-[1-(cyclobutylmethyl)-2-[(4-ethoxyphenyl)methyl]-1*H*-pyrrolo[2,3-*b*]pyridin-5-yl]-*N*-methyl-*N'*-(1-methylethyl)-urea;
- 30) *N*-[1-(cyclobutylmethyl)-2-[(4-ethoxyphenyl)methyl]-1*H*-pyrrolo[2,3-*b*]pyridin-5-yl]-*N*,1-dimethyl-1*H*-imidazole-5-sulfonamide;
- 31) *N*-[1-(cyclobutylmethyl)-2-[(4-ethoxyphenyl)methyl]-1*H*-pyrrolo[2,3-*b*]pyridin-5-yl]-4-(dimethylamino)-*N*-methyl- benzamide;
- 32) *N*-[1-(cyclobutylmethyl)-2-[(4-ethoxyphenyl)methyl]-1*H*-pyrrolo[2,3-*b*]pyridin-5-yl]-*N*,5-dimethyl-3-isoxazolecarboxamide;
- 33) 4-[[[1-(cyclobutylmethyl)-2-[(4-ethoxyphenyl)methyl]-1*H*-pyrrolo[2,3-*b*]pyridin-5-yl]methylamino]sulfonyl]-benzoic acid;
- 34) *N*-[1-(cyclobutylmethyl)-2-[(4-ethoxyphenyl)methyl]-1*H*-pyrrolo[2,3-*b*]pyridin-5-yl]-*N*-methyl-2-nitro-benzenesulfonamide; and pharmaceutically acceptable salts thereof.

8 –11 (cancelled)

12. (currently amended) A pharmaceutical composition comprising a compound according to ~~any one of claims 1–7~~claim 1 and a pharmaceutically acceptable carrier.

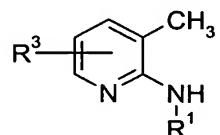
13. (currently amended) A method for the therapy of pain in a warm-blooded animal, comprising the step of administering to said animal in need of such therapy a therapeutically effective amount of a compound according to ~~any one of claims 1–7~~claim 1.

14. (original) A method for preparing a compound of formula II,



comprising the steps of

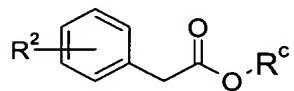
a) reacting a compound of formula III,



**III**

with a base having a pKa more than 20;

b) reacting a product formed in step a) with a compound of formula IV,



**IV**

to form the compound of formula II,

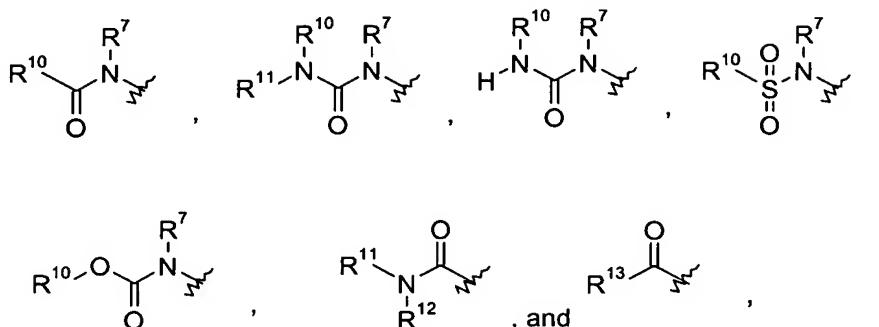
wherein

$R^1$  is optionally substituted  $C_{1-10}$  hydrocarbyl; optionally substituted  $C_{1-10}$ acyl; optionally substituted  $C_{4-8}$ heteroaryl-C(=O)-;  $R^4R^5N-C_{1-6}$ alkyl;  $R^4R^5NC(=O)-C_{1-6}$ alkyl;  $R^4O-C_{1-6}$ alkyl;  $R^4OC(=O)-C_{1-6}$ alkyl;  $R^4C(=O)-C_{1-6}$ alkyl;  $R^4C(=O)NR^4-C_{1-6}$ alkyl;  $R^4R^5NSO_2-C_{1-6}$ alkyl;  $R^4CSO_2N(R^5)-C_{1-6}$ alkyl;  $R^4R^5NC(=O)N(R^6)-C_{1-6}$ alkyl;  $R^4R^5NSO_2N(R^6)-C_{1-6}$ alkyl; optionally substituted aryl- $C_{1-6}$ alkyl; optionally substituted aryl-C(=O)- $C_{1-6}$ alkyl; optionally substituted heterocyclyl- $C_{1-6}$ alkyl; optionally substituted heterocyclyl-C(=O)- $C_{1-6}$ alkyl; and  $C_{1-10}$ hydrocarbylamino;

wherein  $R^4$ ,  $R^5$  and  $R^6$  are independently selected from -H,  $C_{1-6}$ alkyl,  $C_{2-6}$ alkenyl,  $C_{2-6}$ alkynyl, or a divalent  $C_{1-6}$ group that together with another divalent  $C_{1-6}$ group forms a portion of a ring;

$R^2$  is optionally substituted  $C_{1-6}$ hydrocarbyl, optionally substituted  $C_{6-10}$ aryl, or optionally substituted  $C_{3-6}$ heteroaryl;

$R^3$  is selected from:



wherein

$R^7$  is selected from -H, optionally substituted  $C_{1-6}$ alkyl, optionally substituted  $C_{2-6}$ alkenyl, optionally substituted  $C_{2-6}$ alkynyl, optionally substituted  $C_{3-6}$ cycloalkyl, optionally substituted  $C_{6-10}$ aryl, or optionally substituted  $C_{3-6}$ heteroaryl;

$R^{10}$ ,  $R^{11}$ ,  $R^{12}$  and  $R^{13}$  are independently selected from optionally substituted  $C_{1-6}$ alkyl, optionally substituted  $C_{2-6}$ alkenyl, optionally substituted  $C_{2-6}$ alkynyl, optionally substituted  $C_{3-6}$ cycloalkyl, optionally substituted  $C_{6-10}$ aryl, or optionally substituted  $C_{3-6}$ heteroaryl; and

$R^c$  is  $C_{1-4}$ alkyl.

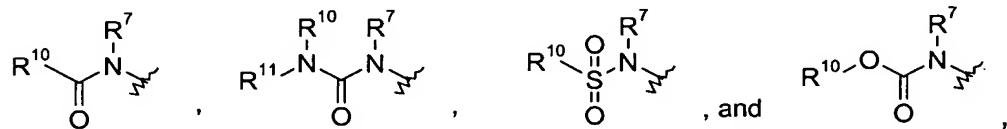
15. (original) A process as claimed in claim 14, wherein

the base is t-butyl lithium;

$R^1$  is selected from  $C_{1-6}$ alkyl;  $C_{2-6}$ alkenyl;  $C_{2-6}$  alkynyl; optionally substituted  $C_{3-6}$ cycloalkylmethyl; optionally substituted  $C_{3-6}$ heterocycloalkylmethyl;

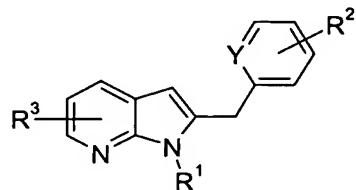
$R^2$  is selected from - $CH_3$ , - $CH_2CH_3$ , - $CH(CH_3)_2$ , - $CH_2CF_3$ ,  $CF_3$ , cyclopropyl, cyclobutyl, cyclopentyl, cyclohexyl, pyridyl and phenyl; and

$R^3$  is selected from:



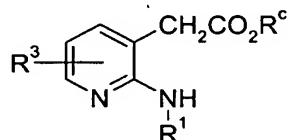
wherein,  $R^7$  is selected from -H and methyl;  $R^{10}$  and  $R^{11}$  are independently selected from optionally substituted  $C_{1-6}$ alkyl, optionally substituted  $C_{2-6}$ alkenyl, optionally substituted  $C_{2-6}$ alkynyl, optionally substituted  $C_{3-6}$ cycloalkyl, optionally substituted  $C_{6-10}$ aryl, or optionally substituted  $C_{3-6}$ heteroaryl.

16. (original) A process for preparing a compound of formula V,



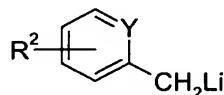
V

comprising the step of reacting a compound of formula VI,



VI

with a compound of formula VII,



VII

to form the compound of formula V,

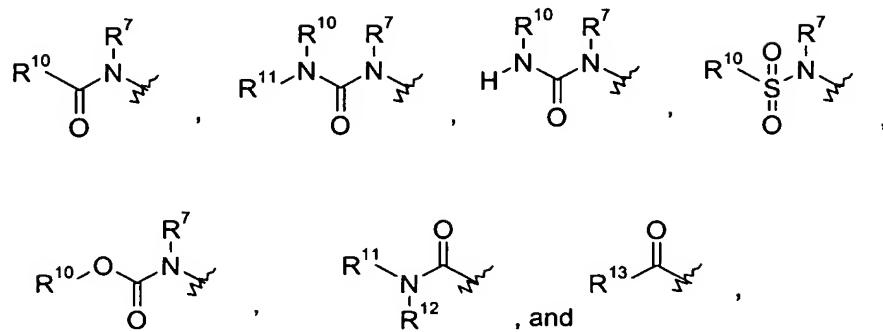
wherein

R<sup>1</sup> is optionally substituted C<sub>1-10</sub> hydrocarbyl; optionally substituted C<sub>1-10</sub>acyl; optionally substituted C<sub>4-8</sub>heteroaryl-C(=O)-; R<sup>4</sup>R<sup>5</sup>N-C<sub>1-6</sub>alkyl; R<sup>4</sup>R<sup>5</sup>NC(=O)-C<sub>1-6</sub>alkyl; R<sup>4</sup>O-C<sub>1-6</sub> alkyl; R<sup>4</sup>OC(=O)-C<sub>1-6</sub>alkyl; R<sup>4</sup>C(=O)-C<sub>1-6</sub>alkyl; R<sup>4</sup>C(=O)NR<sup>4-</sup>-C<sub>1-6</sub>alkyl; R<sup>4</sup>R<sup>5</sup>NSO<sub>2</sub>-C<sub>1-6</sub>alkyl; R<sup>4</sup>CSO<sub>2</sub>N(R<sup>5</sup>)-C<sub>1-6</sub>alkyl; R<sup>4</sup>R<sup>5</sup>NC(=O)N(R<sup>6</sup>)-C<sub>1-6</sub>alkyl; R<sup>4</sup>R<sup>5</sup>NSO<sub>2</sub>N(R<sup>6</sup>)-C<sub>1-6</sub>alkyl; optionally substituted aryl-C<sub>1-6</sub>alkyl; optionally substituted aryl-C(=O)-C<sub>1-6</sub>alkyl; optionally substituted heterocyclyl-C<sub>1-6</sub>alkyl; optionally substituted heterocyclyl-C(=O)-C<sub>1-6</sub>alkyl; and C<sub>1-10</sub>hydrocarbylamino;

wherein R<sup>4</sup>, R<sup>5</sup> and R<sup>6</sup> are independently selected from -H, C<sub>1-6</sub>alkyl, C<sub>2-6</sub>alkenyl, C<sub>2-6</sub>alkynyl, or a divalent C<sub>1-6</sub>group that together with another divalent C<sub>1-6</sub>group forms a portion of a ring;

R<sup>2</sup> is optionally substituted C<sub>1-6</sub>hydrocarbyl, optionally substituted C<sub>6-10</sub>aryl, or optionally substituted C<sub>3-6</sub>heteroaryl;

R<sup>3</sup> is selected from:



wherein

$\text{R}^7$  is selected from -H, optionally substituted  $\text{C}_{1-6}$ alkyl, optionally substituted  $\text{C}_{2-6}$ alkenyl, optionally substituted  $\text{C}_{2-6}$ alkynyl, optionally substituted  $\text{C}_{3-6}$ cycloalkyl, optionally substituted  $\text{C}_{6-10}$ aryl, or optionally substituted  $\text{C}_{3-6}$ heteroaryl;

$\text{R}^{10}$ ,  $\text{R}^{11}$ ,  $\text{R}^{12}$  and  $\text{R}^{13}$  are independently selected from optionally substituted  $\text{C}_{1-6}$ alkyl, optionally substituted  $\text{C}_{2-6}$ alkenyl, optionally substituted  $\text{C}_{2-6}$ alkynyl, optionally substituted  $\text{C}_{3-6}$ cycloalkyl, optionally substituted  $\text{C}_{6-10}$ aryl, or optionally substituted  $\text{C}_{3-6}$ heteroaryl;

$\text{Y}$  is CH or N; and

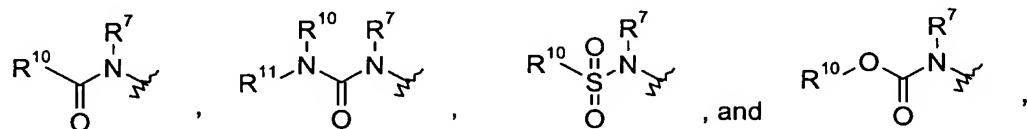
$\text{R}^c$  is  $\text{C}_{1-4}$ alkyl.

17. (original) A process as claimed in claim 16, wherein

$\text{R}^1$  is selected from  $\text{C}_{1-6}$ alkyl;  $\text{C}_{2-6}$ alkenyl;  $\text{C}_{2-6}$  alkynyl; optionally substituted  $\text{C}_{3-6}$ cycloalkylmethyl; optionally substituted  $\text{C}_{3-6}$ heterocycloalkylmethyl;

$\text{R}^2$  is selected from  $-\text{CH}_3$ ,  $-\text{CH}_2\text{CH}_3$ ,  $-\text{CH}(\text{CH}_3)_2$ ,  $-\text{CH}_2\text{CF}_3$ ,  $\text{CF}_3$ , cyclopropyl, cyclobutyl, cyclopentyl, cyclohexyl, pyridyl and phenyl; and

$\text{R}^3$  is selected from:



wherein,  $\text{R}^7$  is selected from -H and methyl;  $\text{R}^{10}$  and  $\text{R}^{11}$  are independently selected from optionally substituted  $\text{C}_{1-6}$ alkyl, optionally substituted  $\text{C}_{2-6}$ alkenyl, optionally substituted  $\text{C}_{2-6}$ alkynyl, optionally substituted  $\text{C}_{3-6}$ cycloalkyl, optionally substituted  $\text{C}_{6-10}$ aryl, or optionally substituted  $\text{C}_{3-6}$ heteroaryl.